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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

B2B ENTERPRISES, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF

B2B ENTERPRISES, INC.

These Articles are in compliance with Chapter 607, F.S.

ARTICLE I

The name of this corporation shall be:

B2B ENTERPRISES, INC.

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be: 905 BRICKELL BAY DRIVE, SUITE #1629, MIAMI, FL 33131

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue are 20,000,000 shares of common stock @ \$1.00 par value and 10,000,000 of preferred stock @ \$1.00 par value.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only two (2) class of stock of this corporation.

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ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: ZENDO CAPITAL INC.

905 BRICKELL BAY DRIVE, SUITE #1629
MIAMI, FL 33131

ARTICLE VII

The initial board of Directors shall consist of a total of 1 person(s) and the name and address of the person(s) who are to serve as an initial director(s) is(are):

WOLF THEUERMEISTER
PRESIDENT

905 BRICKELL BAY DR., #1629
MIAMI, FL 33131

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

EMPIRE CORPORATE KIT OF AMERICA, INC.
1492 WEST FLAGLER STREET #200
MIAMI, FL 33135

The undersigned has executed these Articles of Incorporation this 14TH
day of APRIL, 2000.

Ray Stormont

Incorporator
Ray Stormont/President
Signing for

Empire Corporate Kit of America, Inc.

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CERTIFICATE OF DESIGNATION

CERTIFICATE OF DESIGNATION

REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits, organized under the statement in designating the registered office/registered agent, in the State of Florida.

First that

B2B Enterprises, Inc.
(Name of Corporation)

desiring to organize under the laws of the State of Florida with its principal office as indicated in the articles of incorporation, has named

ZENDO CAPITAL INC.
(Name of Registered Agent)

located at: 905 Brickell Bay Drive, Suite 1629

City of MIAMI County of MIAMI-DADE

State of Florida, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THE CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature:

A. R. Gumbert, Jr.
Registered Agent

ZENDO CAPITAL INC.
Naidra Usangurbur, President
905 Brickell Bay Drive, Suite 1629
Miami, Florida 33131

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